

**OSTER RESEARCHING SERVICES**

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December 3, 2010

RECORDATION NO. 29559 FILED

DEC 03 '10 -4 0 0 PM

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, D.C. 20423

SURFACE TRANSPORTATION BOARD

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board is one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

**Memorandum of Schedule #1 to Full Service Master  
Lease Agreement dated 6/5/10**

**Lessor:** Wells Fargo Equipment Finance, Inc. dba  
Midwest Railcar Capital Equipment Company  
733 Marquette Avenue  
Minneapolis, MN 55402

**Lessee:** S&B Industrial Minerals North America, Inc.  
920 Cassat Road, #205  
Berwyn, PA 19312

**Equipment:** 5, Railcars  
Car Numbers to be provided at later date

Please record this agreement as a primary document. The filing fee of \$41 is enclosed.  
Thank you.

Sincerely,



Mary Ann Oster  
Research Consultant

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SURFACE TRANSPORTATION BOARD

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A  
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

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**MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE  
MASTER LEASE AGREEMENT**

between

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A  
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**  
as Lessor

and

**S&B INDUSTRIAL MINERALS NORTH AMERICA, INC.**

as Lessee

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**MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT**

THIS MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of June 15, 2010, by and between WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation ("Lessor"), and S&B INDUSTRIAL MINERALS NORTH AMERICA, INC., a Delaware Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #1 dated June 15, 2010 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of June 15, 2010 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #1.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #1 to Full Service Master Lease Agreement to be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A  
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY  
Lessor

By: Julie Milbrath

Printed

Name: Julie Milbrath

Assistant Vice President

Title: \_\_\_\_\_

S&B INDUSTRIAL MINERALS NORTH AMERICA, INC.  
Lessee

By: Basilios Michalopoulos

Printed

Name: BASILIOS MICHALOPOULOS

Title: V.P.

**EXHIBIT A**

**DESCRIPTION OF RAILCARS**

Five (5) Railcars with the reporting following marks:

Reporting Marks and Numbers to be provided by Lessor at a later date

STATE OF MINNESOTA, COUNTY OF HENNEPIN, TO WIT:

On this 16 day of July, 2010 before me appeared, Julie M. Brath to me personally known, who being by me duly sworn, says that she is the AVP of WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation, that said instrument was signed on July 16, 2010 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

My commission

1-31-2015



MARGARET J. KIERNAN  
Notary Public-Minnesota  
My Commission Expires Jan 31, 2015

Notary Public

STATE OF Pennsylvania, COUNTY OF Chester, TO WIT:

On this 17<sup>th</sup> day of JUNE, 2010 before me appeared, Basilios Mihalopoulos, to me personally known, who being by me duly sworn, says that he is a Vice President of S&B INDUSTRIAL MINERALS NORTH AMERICA, INC., a Delaware Corporation, that said instrument was signed and sealed on JUNE 17<sup>th</sup>, 2010 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

NOTARIAL SEAL  
Elizabeth Clark Muir  
NOTARY PUBLIC  
Twp of Tredyffrin, Chester County  
My Commission Expires 07/24/2011

Notary Public

My commission expires:

07/24/2011